

April 26, 2012

Dougherty Wealth Advisers LLC

90 South Seventh Street, Suite 4300

Minneapolis, MN 55402

612-317-2099

This Brochure provides information about the qualifications and business practices of Dougherty Wealth Advisers LLC. If you have any questions about the contents of this Brochure, please contact us at 612-317-2099 and 1-800-328-4000. The information in this Brochure has not been approved or verified by the United States Securities and Exchange Commission or by any state securities authority.

Dougherty Wealth Advisers LLC is a registered investment adviser. Registration of an Investment Adviser does not imply any level of skill or training. The oral and written communications of an Adviser provide you with information about which you determine to hire or retain an Adviser.

MATERIAL CHANGES

The date of our previous update to this brochure is February 24, 2012 and March 9, 2012.

Somerset Advisers LLC has changed the company name to Dougherty Wealth Advisers LLC and is 100% owned by Dougherty Financial Group LLC. Dougherty Wealth Advisers is transitioning from SEC to state registration.

Currently, our Brochure may be requested by contacting Jennifer Arps, Managing Director, at 612-317-2099 and 1-800-328-4000 or jarps@doughertywealthadvisers.com.

Additional information about Dougherty Wealth Advisers LLC is also available via the SEC's web site www.adviserinfo.sec.gov. The SEC's web site also provides information about any persons affiliated with Dougherty Wealth Advisers LLC who are registered, or are required to be registered, as investment adviser representatives of Dougherty Wealth Advisers LLC.

TABLE OF CONTENTS

MATERIAL CHANGES.....	ii
TABLE OF CONTENTS	iii
ADVISORY BUSINESS.....	1
FEES AND COMPENSATION.....	1
PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT	1
TYPES OF CLIENTS.....	1
METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS.....	2
DISCIPLINARY INFORMATION	2
OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS	2
CODE OF ETHICS	3
BROKERAGE PRACTICES	4
REVIEW OF ACCOUNTS.....	4
CLIENT REFERRALS AND OTHER COMPENSATION.....	4
CUSTODY.....	4
INVESTMENT DISCRETION	4
VOTING CLIENT SECURITIES.....	4
FINANCIAL INFORMATION	5
REQUIREMENTS FOR STATE REGISTERED ADVISERS.....	5
OUR CLIENT PRIVACY PLEDGE	8

ADVISORY BUSINESS

Dougherty Wealth Advisers LLC (“Dougherty Wealth Advisers”) services different client types with financial planning and tax advisory services. Dougherty Wealth Advisers uses various software programs to assist in quantitative analysis and research.

Dougherty Wealth Advisers’ core business is the preparation of tax returns. Through that process, they may provide financial advice to clients through financial planning.

Dougherty Wealth Advisers LLC, formerly known as Somerset Advisers LLC, has been in business since January 3, 2006. Dougherty Wealth Advisers does not participate directly in wrap programs, though it may recommend investment managers who participate in wrap programs.

FEES AND COMPENSATION

The schedules of fees offered are differentiated according to the types of services rendered. Dougherty Wealth Advisers’ schedule of fees applicable to new accounts is an hourly rate of \$150-\$315. Clients may choose to pay a negotiated retainer.

Under the terms of Dougherty Wealth Advisers’ standard engagement letter, the compensation of Dougherty Wealth Advisers is payable within 30 days of invoice date. The standard form agreements do not have fixed termination or renewal dates, but provide for the termination of Dougherty Wealth Advisers’ services to the client upon prior written notice by either the client or Dougherty Wealth Advisers to the other.

In addition to the schedules of fees set forth above that apply to new clients, there are in effect fee schedules with some clients that differ from those above. From time to time, special requirements of clients may result in engagement letters with terms or fee arrangements differing from those set forth in Dougherty Wealth Advisers’ standard forms. There are circumstances under which fees may be negotiated.

PERFORMANCE-BASED FEES AND SIDE-BY-SIDE MANAGEMENT

Dougherty Wealth Advisers does not charge any performance-based fees (fees based on a share of capital gains on or capital appreciation of the assets of a client).

TYPES OF CLIENTS

Dougherty Wealth Advisers provides portfolio financial planning and tax preparation services to:

- Individuals

- Trusts and Estates
- Charitable Organizations
- Small Businesses or Corporations
- High Net Worth Individuals

METHODS OF ANALYSIS, INVESTMENT STRATEGIES AND RISK OF LOSS

Dougherty Wealth Advisers does not place trades in client accounts, but, rather, may offer suggestions or recommendations through financial planning. This is done by reviewing a client's goals and objectives, financial statements and existing investments.

Dougherty Wealth Advisers uses capital market assumptions of historical average returns and standard deviations and client specific time horizon, objectives and risk tolerance to construct a portfolio asset allocation. Our long range modeling tools incorporate monte carlo simulations. A withdrawal strategy is mapped out to meet the unique needs of the client and maximize tax efficiencies. Dougherty Wealth Advisers will assist the client in the selection of an asset manager.

Investing in securities includes risk of loss that clients should be prepared to bear. Past performance is not indicative of future results.

DISCIPLINARY INFORMATION

None.

OTHER FINANCIAL INDUSTRY ACTIVITIES AND AFFILIATIONS

Dougherty Financial Group LLC ("DFG") owns 100% of Dougherty Wealth Advisers LLC.

DFG owns approximately 91% of Dougherty & Company LLC ("D&Co"), an SEC registered broker-dealer. Dougherty & Company LLC is transitioning to state investment adviser registration.

DFG also wholly owns Dougherty Advisory Services LLC which owns approximately 36% of Segall Bryant & Hamill ("SBH"), an SEC registered investment adviser.

The owners of DFG, their family members and trusts for their benefit own approximately 80% of The Clifton Group Investment Management Company, an SEC-registered investment adviser.

DFG provides certain administrative services to Dougherty Wealth Advisers for a fee, such as legal, compliance, information technology, financial accounting and human resources.

CODE OF ETHICS

Dougherty Wealth Advisers has adopted a Code of Ethics for all supervised persons of the firm describing its high standard of business conduct, and fiduciary duty to its clients. The Code of Ethics includes provisions relating to the confidentiality of client information, a prohibition on insider trading, guidance on certain gifts and business entertainment items, and personal securities trading procedures, among other things. All supervised persons at Dougherty Wealth Advisers must acknowledge the terms of the Code of Ethics.

Dougherty Wealth Advisers' clients or prospective clients may request a copy of the firm's Code of Ethics by contacting Jennifer Arps, Senior Vice President, at 612-317-2099.

Dougherty Wealth Advisers requires prompt reports on all transactions covered by the Code. Dougherty Wealth Advisers further requires that all brokerage account relationships be disclosed, that Dougherty Wealth Advisers receive duplicate confirmations of transactions and custodial account statements, and certifications of compliance with the Code of Ethics from all covered persons.

In addition to reporting and record keeping requirements, the Code of Ethics imposes various substantive and procedural restrictions on covered transactions, including the following:

1. All transactions by access persons in securities covered by the Code should be pre-approved, unless an exemption or exception applies. Transactions will be approved and executed only if there are no conflicting orders pending for the accounts of clients.
2. Purchase of new equity issues on the initial underwriting by employees is prohibited. A further restriction placed on portfolio managers is that they, or any member of their immediate family, shall not purchase/sell securities of an issuer for their personal account(s) within seven (7) calendar days prior to or after a managed account they manage purchases/sells that issuer's same security. There is a de minimis exemption for transactions involving a small number of shares of companies with very large market capitalization and high average daily trading volume.

Officers and/or employees may personally own securities of an affiliated broker-dealer and/or custodians that are used by clients.

Clients may also be clients of other investment advisers that trade through the firm's affiliate broker-dealer.

BROKERAGE PRACTICES

Dougherty Wealth Advisers does not place any client trades and therefore does not engage in brokerage transactions such as soft dollars.

REVIEW OF ACCOUNTS

Dougherty Wealth Advisers generally does not impose specific conditions on the establishment or maintenance of client accounts. Dougherty Wealth Advisers does require that each client enter into a written and signed engagement letter with Dougherty Wealth Advisers. Dougherty Wealth Advisers reserves the right to decline any new engagement, or to resign as adviser to any account after initiation of the advisory relationship.

The client's financial needs are reviewed at least annually with the client.

CLIENT REFERRALS AND OTHER COMPENSATION

Dougherty Wealth Advisers may receive insurance commissions from the sale of various types of insurance policies.

CUSTODY

Dougherty Wealth Advisers does not trade client accounts nor does it have custody of any client accounts.

INVESTMENT DISCRETION

Dougherty Wealth Advisers does not trade client accounts nor does it have any discretion over any client accounts.

VOTING CLIENT SECURITIES

As a matter of firm policy and practice, Dougherty Wealth Advisers does not have any authority to and does not vote proxies on behalf of advisory clients. Clients retain the responsibility for receiving and voting proxies for any and all securities maintained in

client portfolios. Dougherty Wealth Advisers may provide advice to clients regarding the clients' voting of proxies.

FINANCIAL INFORMATION

Registered investment advisers are required in this Item to provide you with certain financial information or disclosures about Dougherty Wealth Advisers' financial condition. Dougherty Wealth Advisers has no financial commitment that impairs its ability to meet contractual and fiduciary commitments to clients, and has not been the subject of a bankruptcy proceeding.

REQUIREMENTS FOR STATE REGISTERED ADVISERS

PRINCIPAL EXECUTIVE OFFICERS AND MANAGEMENT PERSONS

Jeffrey D. Jacobson

Born 1967

North Dakota State University, Fargo, ND. B.S. Economics, 1991

Dougherty Wealth Advisers LLC f/k/a Somerset Advisers LLC

President

04/2012 to Present

Dougherty & Company LLC

Senior Vice President

12/02 to Present

BNC Asset Management

President

11/98 to 10/02

Legg Mason Financial Partners, Inc.

Financial Advisor

11/98 to 10/02

Paine Webber, Inc.

Investment Executive

05/96 to 11/98

Thomas J. Abood

Born 1963

University of Notre Dame, Notre Dame, IN. B.B.A 1985

Georgetown University, Washington, DC. J.D. 1988

Dougherty Financial Group LLC and predecessors
Executive Vice President, Secretary, General Counsel & Director
1994 to Present

Dougherty Wealth Advisers LLC f/k/a Somerset Advisers LLC
Secretary & Director
01/2006 to Present

Dougherty & Company LLC
Secretary
1997 to Present

Segall Bryant & Hamill
Secretary
1994 to Present

Jennifer A. E. Arps

Born 1973

Mankato State University, Mankato, MN. B.S. in Business Administration – Finance,
1995.

Dougherty Wealth Advisers LLC f/k/a Somerset Advisers LLC
Senior Wealth Adviser, Managing Director
01/2006 to Present

KPMG LLP
Senior Manager
11/96 to 01/2006

Michelle M. Sandberg

Born 1964

University of Montana, Missoula, MT. B.S. in Accounting 1987

Dougherty Financial Group LLC and predecessors
Senior Vice President, Treasurer, Chief Financial Officer & Director
1990 to present

Dougherty Wealth Advisers LLC f/k/a Somerset Advisers LLC
Treasurer
01/2006 to Present

Dougherty & Company LLC
Senior Vice President, Treasurer & Chief Financial Officer
1997 to present

Pamela K. Ziermann

Born 1962

Minnesota State University, Mankato, MN. B.S. in Accounting 1985

Dougherty Financial Group LLC and predecessors

Senior Vice President - Compliance

1992 to present

Dougherty Wealth Advisers LLC f/k/a Somerset Advisers LLC

Chief Compliance Officer

01/2006 to Present

Dougherty & Company LLC

Senior Vice President & Chief Compliance Officer

1999 to present

Segall Bryant & Hamill

Chief Compliance Officer, Assistant Secretary

1994 to present

Gerald A. Kraut

Born 1951

University of Minnesota, Minneapolis, MN. B.S.B, 1973 and M.B.A., 1976

Dougherty Financial Group LLC

President and Chief Executive Officer

7/97 to 06/04

Dougherty Wealth Advisers LLC f/k/a Somerset Advisers LLC

Chief Executive Officer, Chairman of the Board/Director

04/2012 to Present

Dougherty & Company LLC

President and Chief Executive Officer

7/97 to Present

Dougherty Dawkins LLC and predecessors of Dougherty Dawkins LLC

President and Chief Executive Officer

5/90 to 7/97

Business in which Dougherty Wealth Advisers LLC is actively engaged, performance based fees and disclosure information is discussed elsewhere in this document.

Neither Dougherty Wealth Advisers LLC nor any of its management persons has any relationship or arrangement with any issuer of securities which would be recommended for client portfolios.

OUR CLIENT PRIVACY PLEDGE

At Dougherty Wealth Advisers LLC our clients' trust is important to us. Because you trust us with your financial and other personal information, we take the safeguarding and respect of this information very seriously. In order to maintain that trust we pledge to protect your privacy by striving to adhere to the policy outlined below.

Personal information we obtain is limited but may come to us through interviews with you, tax return organizers, financial planning organizers, financial history questionnaires, financial statements, correspondence between you and us, our affiliates, and others, account opening documents and custodial statements. The type of information collected is personal financial information, transaction and various other similar items of personal information. This information is important to our providing the best services to you.

There may be times when such information is provided to our affiliates and/or parent company, to enable us to receive services such as accounting, legal and compliance matters.

It is our policy that we do not provide current and former customer names and information to any outside firms, persons or organizations (such as catalogue or direct mail companies) unless there is a pre-existing relationship you have established such as a custodian or professional service provider and you have provided authority for us to do so or in situations where we have a legal or regulatory obligation to provide such information.

It is our policy to not provide any other businesses with any information specific to clients of Dougherty Wealth Advisers LLC for the purpose of marketing or business leads, except as indicated above.

Your information is protected in various manners. All employees are subject to a policy regarding confidentiality. Employees who violate our privacy policy are subject to disciplinary process. In addition our internal systems are secured through encryption technology, passwords and physical safeguards. We strive to maintain the confidentiality of your personal information.